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AUTHORIZATION :

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ORDER DATE: July 19, 1996

ORDER TIME : 9:50 AM

ORDER NO. : 025374

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CUSTOMER NO: 81686A

CUSTOMER: Jan C. Cheezem, Esq

KEITH MACK LEWIS COHEN &

LUMPKIN, P.A. 20th Floor

200 South Biscayne Boulevard

Miami, FL 33131

DOMESTIC FILING

NAME: MARMO CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___ CERTIFIED COPY

PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

IMPTITUDE UNITE

ARTICLES OF INCORPORATION

FILEO MERETARY OF STATE ORVIDOR DE CORPORATIONS

96 JUL 19 PM 2: 02

OF

MARMO CORP.

The undersigned incorporator hereby presents these Articles of Incorporation to the Secretary of State of the State of Florida for the formation of a Corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation is: MARMO CORP.

ARTICLE I

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 1000 shares of One (\$1.00) Dollar par value common stock.

ARTICLE II

This Corporation is to exist perpetually and the corporate existence of this Corporation shall commence on July 17, 1996.

ARTICLE III

The name of the initial registered agent and the street address of the initial registered office are as follows:

Registered Agent

Address of Registered Office

Rossz Fiu Corporation

200 South Biscayne Blvd, 20th Floor, Miami, Florida 33131

ARTICLE IV

The name and post office address of the incorporator to these Articles of Incorporation is:

Name

Address

Jan Carson Cheezem

200 South Biscayne Blvd., 20th Floor Miami, Florida 33131

ARTICLE V

The initial By-Laws shall be adopted by the Corporation's first Board of Directors. Thereafter, the power to alter, amend, or repeal the By-Laws shall be vested in the stockholders and the directors of the Corporation in the manner set forth in the By-Laws.

ARTICLE VI

The Corporation shall have one (1) director initially. Thereafter the number of directors may be increased or decreased in the manner set forth in the By-Laws, but in no event shall there be less than one director, nor more than three (3) directors.

ARTICLE VII

The principal office and the mailing address of the Corporation shall be as follows:

Principal Office

Mailing Address

c/o Jan Carson Cheezem 200 South Biscayne Boulevard

c/o Jan Carson Cheezem 200 South Biscayne Boulevard

Twentieth Floor

Twentieth Floor

Miami, Florida 33131 Miami, Florida 33131

ARTICLE VIII.

The Corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

IN WITNESS WHEREOF, the incorporator has hereunto executed these Articles of Incorporation this 1744 day of July 1996 at Miami, Florida.

Ian Carson Cheezem

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES.

ROSSZ FIU CORPORATION, a Florida

corporation

C My Com

Jan Carson Cheezem, President

7/17/96

Date

7/9/96\I:\OUGRIK\CORP-ART.MAM